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(*pro hac vice applications pending*)

*Attorneys for Individual Defendants  
and Nominal Defendant*

RECEIVED  
MAY 05 2014  
AT 8:30  
WILLIAM T. WALSH, CLERK

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF NEW JERSEY**

DENNIS PALKON, Derivatively on Behalf of  
WYNDHAM WORLDWIDE CORPORATION,

Plaintiff,

v.

STEPHEN P. HOLMES, ERIC A. DANZIGER,  
SCOTT G. MCLESTER, JAMES E.  
BUCKMAN, MICHAEL H. WARGOTZ,  
GEORGE HERRERA, PAULINE D.E.  
RICHARDS, MYRA J. BIBLOWIT, BRIAN  
MULRONEY, STEVEN A. RUDNITSKY, and  
DOES 1-10,

Individual  
Defendants,

-and-

WYNDHAM WORLDWIDE CORPORATION,  
a Delaware corporation,

Nominal Defendant.

Civil Action No.: 2:14-CV-01234 (SRC) (CLW)

*Document Filed with Clerk of Court*

**Return Date: June 2, 2014**

**NOTICE OF MOTION TO DISMISS BY  
INDIVIDUAL DEFENDANTS AND  
NOMINAL DEFENDANT PURSUANT TO  
FEDERAL RULES OF CIVIL PROCEDURE  
23.1(b) AND 12(b)(6)**

**PLEASE TAKE NOTICE** that on June 2, 2014, or on a date and time to be set by the Court, Defendants Stephen P. Holmes, Eric A. Danziger, Scott G. McLester, James E. Buckman, Michael H. Wargotz, George Herrera, Pauline D.E. Richards, Myra J. Biblowit, Brian Mulroney, and Steven A. Rudnitsky (the "Individual Defendants") and Wyndham Worldwide Corporation ("Nominal Defendant"), by and through their attorneys, Gibbons, P.C., will move before the United States District Court for the District of New Jersey for an Order dismissing Plaintiff's Complaint pursuant to Rules 23.1(b) and 12(b)(6) of the Federal Rules of Civil Procedure.

**PLEASE TAKE FURTHER NOTICE** that, in support of its Motion, Defendants will rely upon the accompanying Memorandum of Law, Declaration of Jennifer A. Hradil, Esq., as well as the Exhibits attached thereto, and all other pleadings and memoranda on file in this matter.

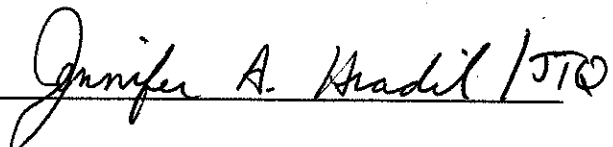
**PLEASE TAKE NOTICE** that oral argument is requested.

**PLEASE TAKE NOTICE** that a proposed form of Order is submitted herewith.

**PLEASE TAKE NOTICE** that a Certification attesting to the date and manner of service is also submitted herewith.

Dated: May 5, 2014

Respectfully submitted,

By: /JTQ

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